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Attorneys for Creditor

Constellation Place, LLC

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re	)	Chapter 11
LEHMAN BROTHERS HOLDINGS INC.,	)	Case No. 08-13555 (JMP)
<i>et al.</i> ,	)	(Jointly Administered)
Debtors.	)	

**DECLARATION OF PATRICK J. MEARA IN SUPPORT OF CONSTELLATION  
PLACE, LLC'S OBJECTION TO DEBTORS' PROPOSED CURE AMOUNT AS  
REQUIRED BY ORDER UNDER 11 U.S.C. SECTIONS 105(a), 363, AND 365 AND  
FEDERAL RULES OF BANKRUPTCY PROCEDURE 2002, 6004 AND 6006  
AUTHORIZING AND APPROVING (A) THE SALE OF PURCHASED ASSETS FREE  
AND CLEAR OF LIENS AND OTHER INTERESTS AND (B) ASSUMPTION AND  
ASSIGNMENT OF EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

I, Patrick J. Meara, declare as follows:

1. I am the vice president for Constellation Place, LLC ("Constellation") and am the person primarily responsible for overseeing Constellation's leasing operations with respect to the

premises that are the subject of its lease with debtor Lehman Brothers Holdings Inc. (the "Debtor").

2. I am currently the custodian of Constellation's documents, books, and records (collectively, the "Records") regarding the Lease (defined below) and related transactions with the Debtor. The originals of such Records referred to and/or attached as exhibits to this declaration are in Constellation's possession, custody, or control. The Records were made by Constellation in the ordinary and regular course of Constellation's business at or near the time of the act, condition or event of which they are a record, and made by persons who have a business duty to Constellation to make such Records.

3. By virtue of my position as vice president for Constellation, my responsibility for the Lease, Constellation's custodianship of the Records, and based upon my own personal knowledge, I have knowledge regarding Constellation's transactions with the Debtor and of the facts set forth in this declaration. If called as a witness in this matter, I could and would competently testify to the facts set forth below under oath.

4. On or about December 28, 2004, Constellation, as landlord, and the Debtor, as tenant, entered into that Office Lease whereby the Debtor leased certain real property, which is part of an office project currently known as "MGM Tower" and located at 10250 Constellation Boulevard, Los Angeles, California 90067 (the "Premises"). A true and correct copy of the Lease is attached hereto as Exhibit "A."

5. It is our understanding that the closing date for the sale of the Debtor's assets to Barclays Capital Inc. ("Barclays") was September 22, 2008 (the "Closing Date"). As of the Closing Date, the Debtor owed Constellation **\$97,600.84** in outstanding rent and accrued charges under the Lease. Further, as of October 1, 2008, an additional **\$191,610.09** in outstanding rent and other charges was due and owing under the Lease. True and correct copies of the invoices reflecting the **\$289,210.93** in rent and other charges due and owing under the Lease are attached hereto as Exhibit "B."

6. In August 2008, the Debtor commenced construction of certain leasehold improvements in part of the Premises at an estimated aggregate cost of approximately \$1,400,000.

In connection therewith, Constellation is informed and believes that although the Debtor's contractor, and certain subcontractors, commenced work at the Debtor's request, the Debtor has recently instructed such contractors to cease work. Moreover, Constellation is aware that at least one of the contractors or subcontractors was not paid for their work. Attached hereto as Exhibit "C" is a true and correct copy of a certain Release of Mechanics Lien dated September 30, 2008, received by email from one of the Debtor's subcontractors. As a result of the stoppage of work and nonpayment, I expect that the contractor and/or subcontractors either have or intend to record mechanics' liens against the Premises. At present, Constellation does not have complete information as to the aggregate amount of such liens and/or potential liens.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on October 2, 2008, at Chicago, Illinois.

  
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PATRICK J. MEARA